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Form PTO-1595
(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings    RECORDATION FORM COVER SHEET
PATENTS ONLYU.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Advanced Surface Engineering, Inc.

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

 Assignment Merger Security Agreement Change of Name Other _____

Execution Date: May 22 '02

2. Name and address of receiving party(ies)

Name: Innovative Materials, Inc.

Internal Address: c/o Walter Small

Street Address: 930 Fifth Ave -- Suite 5E

City: New York State: NY Zip: 10021

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s) _____

10/002,789

B. Patent No.(s) _____

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Max Stul Oppenheimer

Internal Address: _____

Street Address: PO Box 50

City: Stevenson State: MD Zip: 21153

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

 Enclosed Authorized to be charged to deposit account

8. Deposit account number:

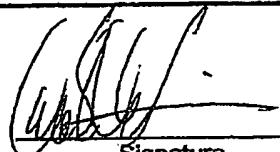
see attached authorization

DO NOT USE THIS SPACE

9. Signature.

Max Stul Oppenheimer

Name of Person Signing



Signature

5/29/02

Date

Total number of pages including cover sheet, attachments, and documents: 2Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

(2)

ASSIGNMENT

Whereas, Todd Evan Schlesinger, as an employee of Advanced Surface Engineering, Inc. (hereinafter called assignor), is the inventor of certain improvements in:

MUSICAL INSTRUMENT STRINGS WITH POLYMER TREATED SURFACE for which a U.S. Patent Application was filed on November 26, 2001, and assigned Application Number 10/002789; and

Whereas, Todd Evan Schlesinger was obligated by contract to assign said application to Advanced Surface Engineering, Inc., and

Whereas, Innovative Materials, Inc. (hereinafter called assignee), desires to acquire assignor's entire right, title, and interest in the application and invention, and to any United States and foreign patents to be obtained therefor;

Now therefore, for One Dollar (\$1.00) and other valuable consideration, receipt whereof is hereby acknowledged.

The above named assignor does hereby sell, assign, and transfer to the above named assignee, its successors and assigns, the entire right, title and interest in the application and the invention disclosed therein for the United States of America and all countries foreign thereto, including rights of priority under the International Convention of Paris (1883) as amended, and requests the Commissioner of Patents to issue any Letters Patent granted upon the invention set forth in the application to the assignee, its successors and assigns; and hereby agrees that the assignee may apply for foreign Letters Patent on the invention and assignor will execute without further consideration all papers deemed necessary by the assignee in connection with the United States and foreign applications when called upon to do so by the assignee.

Signed and sealed

Advanced Surface Engineering, Inc.
By



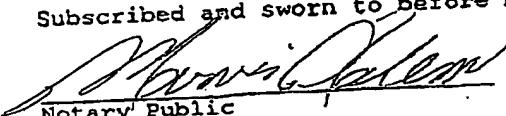
(Seal) Date: 5/27/02

Walter Small, CEO

State of NEW YORK
County of NASSAU

Before me personally appeared said Walter Small and acknowledged execution of the foregoing instrument with the authority of, and on behalf of, Advanced Surface Engineering, Inc.

Subscribed and sworn to before me this 22 day of MAY 2002



My Commission Expires:

Notary Public

MARVIS KALEM
Notary Public, State of New York
No. 24499985

Qualified in Nassau County
Commission Expires August 8, 2002